

CARBO CERAMICS INC

Form 4

February 23, 2015

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MORRIS WILLIAM C**

(Last) (First) (Middle)

**60 EAST 42ND STREET, SUITE  
3210**

(Street)

**NEW YORK, NY 10165**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol**CARBO CERAMICS INC [CRR]**3. Date of Earliest Transaction  
(Month/Day/Year)**02/19/2015**4. If Amendment, Date Original  
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☐ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	02/19/2015		P		2,100	A \$ 38.78 (1)	117,213	I	By Wife
Common Stock	02/19/2015		P		7,900	A \$ 39.8 (2)	125,113	I	By Wife
Common Stock	02/20/2015		P		4,600	A \$ 37.4 (3)	129,713	I	By Wife
Common Stock	02/20/2015		P		4,400	A \$ 38.73 (4)	134,113	I	By Wife
	02/20/2015		P		1,000	A	135,113	I	By Wife

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Common Stock \$ 39.49  
(5)

Common Stock 2,706,338 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MORRIS WILLIAM C 60 EAST 42ND STREET, SUITE 3210 NEW YORK, NY 10165	X X

## Signatures

/s/Judith G. Kuhlmann by  
power-of-attorney 02/23/2015  
\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The Price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$38.40 to \$39.37, inclusive. The reporting person undertakes to provide to CARBO Ceramics Inc., any security holder of CARBO

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Ceramics Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to this Form 4.

- (2) The Price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$39.46 to \$40.00, inclusive. The reporting person undertakes to provide to CARBO Ceramics Inc., any security holder of CARBO Ceramics Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to this Form 4.

- (3) The Price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$37.06 to \$38.04, inclusive. The reporting person undertakes to provide to CARBO Ceramics Inc., any security holder of CARBO Ceramics Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to this Form 4.

- (4) The Price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$38.17 to \$39.14, inclusive. The reporting person undertakes to provide to CARBO Ceramics Inc., any security holder of CARBO Ceramics Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to this Form 4.

- (5) The Price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$39.19 to \$40.00, inclusive. The reporting person undertakes to provide to CARBO Ceramics Inc., any security holder of CARBO Ceramics Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to this Form 4.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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